

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDING CORPORATION, *et al.*

Chapter 11

Case No. 18-23538-rdd

Jointly Administered

Debtors.

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
COUNTY OF ONONDAGA) ss.:

DEBORAH S. MILLER, being duly sworn, deposes and says:

1. That she is in the employ of Barclay Damon LLP, attorneys for *JPMG Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C. and S&R Company of West Seneca NewCo, LLC* in the above-captioned bankruptcy cases.

2. That on the 31st day of January, 2019, she electronically filed the *Limited Objection of JPMG Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C. and S&R Company of West Seneca NewCo, LLC to the Debtors' (1) Notice of Successful Bidder and Sale Hearing; (2) Global Asset Sale Transaction; (3) Proposed Asset Purchase Agreement; and (4) Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Leases in Connection Therewith and (IV) Granting Related Relief* (Dkt. 2293) with the Clerk of the Bankruptcy Court for the Southern District of New York using the CM/ECF system, which sent notification of such filing to all counsel of record.

3. That on the 31st day of January, 2019, she served a copy of the *Limited Objection of JPMG Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C. and S&R Company of West Seneca NewCo, LLC to the Debtors' (1) Notice of Successful Bidder and Sale Hearing; (2) Global Asset Sale Transaction; (3) Proposed Asset Purchase Agreement; and (4) Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Leases in Connection Therewith and (IV) Granting Related Relief* (Dkt. 2293) upon the parties set forth on the attached **Service List A** via electronic mail by transmitting copies of same to their designated respective email addresses.

4. That on the 31st day of January, 2019, she served a copy of the *Limited Objection of JPMG Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C. and S&R Company of West Seneca NewCo, LLC to the Debtors' (1) Notice of Successful Bidder and Sale Hearing; (2) Global Asset Sale Transaction; (3) Proposed Asset Purchase Agreement; and (4) Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Leases in Connection Therewith and (IV) Granting Related Relief* (Dkt. 2293) upon the parties set forth on the attached **Service List B** via first class mail by depositing copies of same in a properly addressed, postage paid envelope in an official depository under the exclusive care and custody of the United States Postal Service within the State of New York.

/s/Deborah S. Miller
DEBORAH S. MILLER

Sworn to before me this
1st day of February, 2019.

/s/Audrey A. Vrooman
Notary Public, State of New York
Qual. In Onondaga Cty No. 01VR4762616
Commission Expires July 31, 2022

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